

Part 2A of Form ADV

Item 1 – Cover Page

SUPERIOR PLANNING, INC.

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March 31, 2024

This brochure provides information about the qualifications and business practices of Superior Planning, Inc. Registration with the SEC or the state of California does not imply a certain level of skill or training. If you have any questions about the contents of this brochure, please contact Superior Planning at (858) 546-1046.

The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Additional information about Superior Planning, Inc. is available at www.superplan.com and on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

There has been a material personnel change since the March 31, 2023, version of this Form ADV Part 2A. Samantha Hodges, Implementation Officer, left the firm, and her position was eliminated.

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Item 4 – Advisory Business

I. Overview

Superior Planning, Inc. was founded in 1982 in Cleveland, Ohio; incorporated as an Ohio corporation and Registered Investment Advisor (RIA) in 1984; relocated to California in 1987 and subsequently established as a California corporation and RIA.

All Superior Planning, Inc stock is held by James F. Thomas, Jr. and M. Elizabeth Thomas, Trustees, James F. Thomas, Jr. and M. Elizabeth Thomas Declaration of Trust, dated June 6, 1994.

Superior Planning, Inc. provides family enterprise leaders objective oversight and administration planning and implementation support through the delivery of the *Superplan*® program, a series of periodic interactive family wealth related presentations and decision-making scenarios.

The process encompasses a comprehensive review and analysis of the implications of a variety of interrelated matters, such as family financial, tax, cash flow, balance sheet, wealth transfer, and closely held business issues, which may include both marketable securities and other non-securities investing (e.g., life insurance, real estate, personal use assets, etc.).

II. Tailored Relationships

II.a. Family Governance

The firm provides family office programs, investment advisory services, and succession planning to families and the entities they control including trusts, estates, closely held businesses, qualified plans, and charitable organizations. Typical client family engagements are long term, progressively evolving relationships designed to systematically overcome the ongoing challenges of family wealth management and transfer while addressing other family dynamic matters beyond the financial.

II.b. Investment Advisory

The investment advisory goals and objectives for each client are documented in a customized *Master Investment Policy Statement*, which governs the client's entire investment portfolio, regardless of account or ownership. Though policy format is standardized to ensure compliance with fiduciary guidelines, and includes each of the basic prudent investor elements, all are tailored to the individual client family and their specific values, vision, and goals:

- *Objectives*
- *Time Horizons*
- *Risk Profile and Priority*
- *Assumptions*
- *Performance Expectations*

- *Asset Allocation*
- *Procedures*

We operate within the family governance and charter dictated by the client. Clients maintain ultimate decision-making authority and choose among the variety of services the firm provides them and may exclude any service offered by the firm.

All engagement agreements are customized and confidential and may not be assigned without client consent.

II.c. Advisor Coordination

An essential feature and benefit of engagement with the firm is the assistance and support given to coordinate and facilitate the collective efforts of the client's advisory team specialists (Attorney, Accountant, Banker, Investment Advisor, Insurance Agent, etc.) on behalf of the family in line with their values, vision, and goals.

Item 5 – Fees and Compensation

Subscription-based Engagement

Clients engage the firm by way of an annual subscription with no expectation that they will act on recommendations or invest in or purchase any financial products or services offered by firm members, which may be considered a conflict of interest to objective planning advice.

The terms, conditions, disclosures, effective date, and pricing of each engagement agreement is formalized in an *Engagement Agreement* signed by both a family fiduciary and a member of the firm.

Subscription pricing is based upon the scope of the customized program(s) to be rendered and the degree of complexity associated with the family's situation; and are negotiable. Clients are billed monthly, quarterly, semi-annually, or annually at the client's preference.

Termination of Agreement

If at any time a client becomes dissatisfied with their agreement and the program provided, they may terminate it. Doing so within 5 days of acceptance of the *Engagement Agreement* will result in a full refund. Thereafter, either party may terminate with 30 days written notice. Any payments made to that point will be refunded on a pro-rata monthly basis.

Compensation - Assets Under Management / Securities sales / Other financial products

James F. Thomas, Jr., is a licensed Registered Representative and Investment Advisor Representative with Calton and Associates, Inc. Tampa FL., a FINRA (Financial Industry Regulatory Authority) Broker/Dealer and SEC Registered Investment Advisor. He also acts as an (OIA) Outside Investment Advisor Representative with Carmel Capital Partners, LLC., San Diego CA, an SEC Registered Investment Advisor; and is also a licensed agent for life, disability, and long-term care insurance in multiple states.

When investments or other financial products are recommended by the firm, clients are under no obligation to purchase them from firm members and are free to associate with any attorney, accountant, broker, insurance agent, or other provider they may choose. If such transactions are provided by a licensed firm member, all fees, commissions, or other compensation will be assigned to the firm. Fee schedules are published on the websites of Carmel Capital Partners, LLC, and Calton & Associates, Inc.

Item 6 – Performance-Based Fees and Side-by-Side Management

Superior Planning, Inc. and firm members do not accept performance-based fees.

Item 7 – Types of Clients

The firm provides family office and investment advisory services to family leaders including, but not limited to: individuals; trustees; executors; closely held business owners; qualified plan fiduciaries; and non-profit organization executives.

Prospective client families typically control assets in the \$20 million to \$120 million range, though under certain circumstances families with less or more can and do utilize firm services.

Client engagements vary in scope and length of service. Plans and programs are designed to support long-term relationships to systematically overcome current and ongoing challenges of family wealth governance in an effort to realize a variety of stated family wealth goals.

Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss

Methods of Analysis

Superior Planning, Inc., provides analysis on current and/or proposed investments and financial planning strategies. Analysis methods may include detailed fundamental, technical, cyclical, and macro assessments.

Primary sources of information include, but are not limited to, the expertise and experience of firm members, third party registered investment advisors, internal research, committee review, financial publications, inspections of corporate activities, third party research materials, corporate rating services, annual reports, offering memoranda, filings with the Securities and Exchange Commission, other regulatory agencies, and company press releases.

All client portfolios and individual investments within investment portfolios are monitored periodically and regularly tested for compliance with each client's Master Investment Policy Statement based upon client specific *Objectives, Time Horizons, Risk Profile, Assumptions, Asset Allocation, Performance Expectations, and Procedures*, and are realigned periodically as necessary with client approval.

Investment Strategy

The primary investment philosophy is a customized strategic asset allocation based on each client family's unique values, vision, and goals, and outlined in the family's Master Investment Policy Statement.

The firm utilizes additional proprietary reports, such as the *Core Portfolio Manager™ (CPM)* and *Portfolio Income Director™ (PID)* in conjunction with the family's Master Investment Policy Statement to monitor the family's aggregated array of professionally managed accounts to counteract risks associated within the fluctuations of four basic markets (Money, Bond, Stock, and Tangible).

The investment strategy for each client family is based upon the parameters and objectives stated by family leaders during discovery and modified during the ongoing planning, implementation, and review process. Clients are free to adjust their Master Investment Policy Statement at any time as their situation and needs dictate.

Risk of Loss

All investment programs have certain risk of loss. Past performance is no guarantee of future results. The firm complies with ethical business standards, the prudent investor guidelines, and all applicable laws and regulations, guidelines, and the client's goals and parameters within their personalized Master Investment Policy Statement, and continuously monitors and suggests adaptations to mitigate unnecessary risk.

Item 9 – Disciplinary Information

There are no legal, disciplinary, or other events material to a client's or prospective client's evaluation of the firm's business, or the integrity of the firm's management.

Item 10 – Other Financial Industry Activities and Affiliations

James F. Thomas, Jr. is a licensed Registered Representative and Investment Advisor Representative with Calton & Associates, Inc., a member FINRA/SIPC Broker/Dealer and SEC Registered Investment Advisor, www.calton.com.

Mr. Thomas is also a registered Outside Investment Advisor Representative with Carmel Capital Partners, LLC, an SEC Registered Investment Advisor, <https://carmelcapitalpartners.com>

In these capacities, he may accept commissions or asset management fees on the placement of securities or other financial products which may be a conflict of interest (see Item 5 – Fees and Compensation). All such commissions and fees are assigned to Superior Planning, Inc.

Superior Planning, Inc. is a licensee of *Superplan® Systems LLC*, and *Advice Engagement, Inc.*, the authorized licensors of the *Superplan®* client engagement and planning program noted in Form ADV Part 2.

Item 11 – Code of Ethics, Participation, or Interest in Client Transactions and Personal Trading

Code of Ethics

The employees of Superior Planning, Inc. have committed to a Code of Ethics compatible with the RIA and CFP fiduciary standards and is available for review upon request.

Participation or Interest in Client Transactions

Employees of Superior Planning, Inc. may buy or sell securities that are also held by clients. James F. Thomas, Jr., is a registered representative of a broker-dealer outside investment advisor representative; therefore all trades are supervised by the affiliated entities. Employees may not trade their own securities ahead of client trades.

Item 12 – Brokerage Practices

Selecting Optional Brokerage Firms

Although employees of Superior Planning, Inc. may have an affiliation with Calton and Associates, Inc., and Carmel Capital Partners, LLC., clients are free to associate and conduct business with any brokerage firm, insurance agent, or other financial service providers they desire and are under no obligation to buy any financial product or service from any people or organizations affiliated with the firm.

The firm may receive research and advice from these affiliated entities in connection with client securities transactions. Before bringing the advice to the client, the firm compares it with other sources to mitigate any potential conflict of interest caused by receiving this advice and determine what is in the client's best interest.

Occasionally, Superior Planning, Inc. may be asked to review custodians for client families as part of the planning engagement. Superior Planning, Inc. recommends custodians based on the proven integrity and financial responsibility of the vendor and the best execution of orders at reasonable commission rates.

From time to time firm members of Superior Planning, Inc. may recommend brokerage firms and/or trust companies (qualified custodians) to clients based on their need for such services. Superior Planning Inc. does not directly receive fees or commissions from custodians, brokerage houses, or other firms other than those stated in Item 10.

Item 13 – Review of Accounts

Periodic Reviews

Accounts are reviewed for the purposes of suitability and client best interest. Comprehensive reviews of financial plans to monitor progress and update are performed at least quarterly by the Chief Planning Officer. Account reviews may be performed more frequently as family situations and markets dictate.

Review Triggers

Other conditions that may trigger a review are changes in tax laws, new investment information, and changes in a client's personal situation. Examples include, but are not limited to: death or disability of a client or client family member; change in marital status; the birth of a child or grandchild; retirement; sale of a business; inheritance; or other significant changes in personal or financial circumstances.

Regular Communication

Account reviews are completed regularly by firm members considering the client's Master Investment Policy Statement, holdings, and the likelihood that the performance of various holdings will contribute to the stated investment objectives.

Clients receive periodic communications on at least an annual basis. Written updates may include a *Cash Flow Statement*, *Net Worth Statement*, *Core Portfolio Manager*[™], and *Progress Tracker*[™], and a variety of other customized presentations and projections.

Item 14 – Client Referrals and Other Compensation

Incoming Referrals

Superior Planning, Inc. receives client referrals from several different sources. The referrals come from current clients, estate planning attorneys, accountants, employees, personal friends of employees, and other similar sources. The firm does not compensate referring parties for these referrals.

If a client is introduced to the Registrant by either an unaffiliated or an affiliated Solicitor, Registrant may pay that Solicitor a referral fee in accordance with the requirements of Rule 206(4)-3 of the Investment Advisers Act of 1940, and any corresponding state securities law requirements. Any such referral fee shall be paid solely from the Registrant's subscription payment, and shall not result in any additional charge to the client.

If a client is introduced to the Registrant by a solicitor, the solicitor, at the time of the solicitation, shall disclose the nature of their solicitor relationship, and shall provide each prospective client with a copy of the Registrant's written disclosure statement as is set forth on Part II of Form ADV, together with a copy of the written disclosure statement from the Solicitor to the client disclosing the terms of the solicitation arrangement between the Registrant and the Solicitor, including the compensation to be received by the Solicitor from the Registrant.

Referrals Out

From time to time Superior Planning firm members refer clients to other suitable professional specialists. The firm or its members do not accept referral fees, or any form of remuneration from other professionals when a prospective client or client is referred to them.

Item 15 – Custody

Superior Planning, Inc. does not take custody, nor act as custodian on any client holdings or accounts.

Item 16 – Investment Discretion

No Discretionary Authority for Trading

Superior Planning, Inc. does not accept discretionary authority to manage securities on behalf of clients. Superior Planning, Inc. has no authority to determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold.

A licensed Registered Representative or Outside Advisor Representative employee of Superior Planning, Inc. consults with each client for investment discretion authorization.

Item 17 – Voting Client Securities

Proxy Votes

Superior Planning, Inc. does not vote proxies on securities. Clients are expected to vote their own proxies or authorize their Registered Representative, Outside Advisor Representative, or Registered Investment Advisor portfolio managers to do so on their behalf.

Item 18 – Financial Information

Financial Condition

Superior Planning, Inc. has no financial impairment that will preclude the firm from meeting contractual commitments to clients.

Item 19 – Requirements for State-Registered Advisers

Firm Officers/Members

James F. Thomas, Jr. CFP, AEP - Founder (6/1982), President, Chief Planning Officer
Bachelor of Arts, Psychology, Economics minor - Baldwin Wallace College
Certified Financial Planner, Accredited Estate Planner, Chartered Life Underwriter,
Chartered Financial Consultant, FINRA Series 6, 7, 22, 24, and 63.
Experience – serving families in the financial services industry since 1982

M. Elizabeth Thomas, Vice President, Administration Officer
Bachelor of Science, Education
Experience – banking, office management and administration

Master of Science Educational Technology

Susan Ferrari, CPA - Executive Director Family Office
Bachelor of Arts, Accounting
Experience – corporate internal audit, non-profit administration, and
financial services industry

Gabriela Benavides -Client Services Associate
Experience – client and advisor support in the financial services industry